

RECORDATION NO. 29493 FILED

OCT 06 '10 -3 40 PM

SURFACE TRANSPORTATION BOARD



FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

VIA UPS 2nd DAY AIR

October 4, 2010

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Re: Documents for Rail Recordation

Re: Memorandum of Lease Agreement

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated September 16, 2010 a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

Lessor:	First Union Rail Corporation	Lessee:	Aventine Renewable Energy, Inc.
	One O'Hare Centre		120 North Parkway Drive
	6250 N River Road, Suite 5000		Pekin, IL 61555
	Rosemont, IL 60018		

A description of the railroad equipment covered by the enclosed document is for forty nine (49) 6.351 cubic foot covered hopper cars; having TILX marks to be remarked to FURX (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: **Memorandum of Lease**

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne
Senior Rail Documentation Specialist

Enclosure

(AVRF006)

ASSGN. NO. AVRE006

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MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 16th day of September, 2010, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Aventine Renewable Energy, Inc. ("Lessee"), a Delaware corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of September 16, 2010, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of April 29, 2010, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. SeymourName: RICHARD F. SEYMOURTitle: VICE PRESIDENT RAILCARSBy: K.A. DombrowskiName: K.A. DOMBROWSKITitle: DIRECTOR OF DOCUMENTATIONExecuted on this 16th day of September, 2010.

[CORPORATE SEAL]

STATE OF ILLINOISCOUNTY OF COOK

I, Janice L. Enolva, a Notary Public of the County and State aforesaid, certify that Richard F. Seymour personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

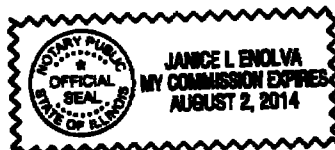
WITNESS my hand and official stamp or seal, this 16th day of September, 2010.

Janice L. Enolva
Notary Public

My Commission Expires:

8-2-2014

(Notary Public)



LESSEE:

AVENTINE RENEWABLE ENERGY, INC.

ATTEST:

By: [Signature]
Name: ~~SEA~~ BENJAMIN BORGREN
Title: SVP, COMMODITIES

By: _____

Name: _____

Title: _____

Executed on this _____ day of _____, _____.

[CORPORATE SEAL]

STATE OF _____

COUNTY OF _____

I, _____, a Notary Public of the County and State aforesaid, certify that _____ personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this _____ day of _____, _____.

Notary Public

Commission Expires:

(Notary Public)

EXHIBIT A - to - MEMORANDUM OF LEASE

NUMBER OF CARS: Forty-nine (49)

DESCRIPTION OF CARS: 6,351 cubic foot covered hopper cars, equipped with 42" x 42" gates.

CAR NUMBERS:

<u>CAR INITIAL</u>	<u>CAR NUMBER</u>	<u>NEW CAR INITIAL</u>	<u>NEW CAR NUMBER</u>	<u>CAR INITIAL</u>	<u>CAR NUMBER</u>	<u>NEW CAR INITIAL</u>	<u>NEW CAR NUMBER</u>
TILX	637853	FURX	863400	TILX	637898	FURX	863445
TILX	637854	FURX	863401	TILX	637899	FURX	863446
TILX	637855	FURX	863402	TILX	637900	FURX	863447
TILX	637856	FURX	863403	TILX	637901	FURX	863448
TILX	637857	FURX	863404	TILX	637902	FURX	863449
TILX	637858	FURX	863405	COUNT:	49		
TILX	637859	FURX	863406				
TILX	637860	FURX	863407				
TILX	637861	FURX	863408				
TILX	637862	FURX	863409				
TILX	637863	FURX	863410				
TILX	637864	FURX	863411				
TILX	637865	FURX	863412				
TILX	637866	FURX	863413				
TILX	637867	FURX	863414				
TILX	637868	FURX	863415				
TILX	637869	FURX	863416				
TILX	637870	FURX	863417				
TILX	637871	FURX	863418				
TILX	637872	FURX	863419				
TILX	637873	FURX	863420				
TILX	637874	FURX	863421				
TILX	637875	FURX	863422				
TILX	637876	FURX	863423				
TILX	637878	FURX	863425				
TILX	637879	FURX	863426				
TILX	637880	FURX	863427				
TILX	637881	FURX	863428				
TILX	637882	FURX	863429				
TILX	637883	FURX	863430				
TILX	637884	FURX	863431				
TILX	637885	FURX	863432				
TILX	637886	FURX	863433				
TILX	637887	FURX	863434				
TILX	637888	FURX	863435				
TILX	637889	FURX	863436				
TILX	637890	FURX	863437				
TILX	637891	FURX	863438				
TILX	637892	FURX	863439				
TILX	637893	FURX	863440				
TILX	637894	FURX	863441				
TILX	637895	FURX	863442				
TILX	637896	FURX	863443				
TILX	637897	FURX	863444				